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19   UNITED STATES DISTRICT COURT

20   NORTHERN DISTRICT OF CALIFORNIA

21   SAN FRANCISCO DIVISION

22
    RICHARD KADREY, *et al.*,   Case No. 3:23-cv-03417-VC-TSH
23
       Individual and Representative Plaintiffs,   **DECLARATION OF MICHELLE WOODHOUSE
24   IN SUPPORT OF ADMINISTRATIVE MOTION
           v.   TO FILE UNDER SEAL JOINT DISCOVERY
25   LETTER BRIEF AND EXHIBITS**

26 META PLATFORMS, INC., a Delaware
    corporation;

27   Defendant.

28

                                            WOODHOUSE DECL. ISO MOTION TO SEAL
                                               3:23-CV-03417-VC-TSH

I, Michelle Woodhouse, hereby declare:

1.   I am Associate General Counsel for Defendant, Meta Platforms, Inc. I have personal knowledge of the facts set forth in this declaration and, if called to testify as a witness, could and would testify competently thereto.

2.   I make this declaration in support of Meta's administrative motion to file under seal the Joint Letter Brief on Meta's Motion regarding Outstanding Issues Concerning Depositions ("Joint Letter Brief") and Exhibits A–D, F, V, and Y-CC to the Joint Letter Brief. The motion seeks to have the following partially sealed or entirely sealed:

Document	Sealing Request
Joint Discovery Letter Brief	• Redacted portions
Exhibit A to Joint Discovery Letter Brief	• Entire document
Exhibit B to Joint Discovery Letter Brief	• Entire document
Exhibit C to Joint Discovery Letter Brief	• Entire document
Exhibit D to Joint Discovery Letter Brief	• Entire document
Exhibit F to Joint Discovery Letter Brief	• Entire document
Exhibit V to Joint Discovery Letter Brief	• Entire document
Exhibit Y to Joint Discovery Letter Brief	• Entire document
Exhibit Z to Joint Discovery Letter Brief	• Entire document
Exhibit AA to Joint Discovery Letter Brief	• Entire document
Exhibit BB to Joint Discovery Letter Brief	• Entire document
Exhibit CC to Joint Discovery Letter Brief	• Entire document

3.   Exhibit A (Meta_Kadrey_00048202) is a highly sensitive, confidential discussion between Meta personnel regarding potential, confidential licensing of data for Meta's generative AI models. Public disclosure of this information exposes Meta to the risk of competitive harm.

4.   Exhibit B (Meta_Kadrey_00080095) is a highly sensitive, confidential discussion involving senior-level Meta personnel concerning non-public business strategy regarding long term

1 data acquisition and product strategy for generative AI. Public disclosure of this information

2 exposes Meta to the risk of competitive harm.

3   5.   Exhibit C (Meta_Kadrey_00088838) is a highly sensitive, confidential discussion

4 between Meta personnel regarding technical product development of Meta's generative AI models.

5 Public disclosure of this information exposes Meta to the risk of competitive harm.

6   6.   Exhibit D (Meta_Kadrey_00093951) is a highly sensitive, confidential discussion

7 between senior-level Meta personnel regarding long term product development and strategy

8 relating to Meta's generative AI models. Public disclosure of this information exposes Meta to the

9 risk of competitive harm.

10   7.   Exhibit F (Meta_Kadrey_00044958) is a highly sensitive, confidential internal

11 communications and marketing plan including internal, confidential goals and benchmarks for

12 success for a generative AI model release. Public disclosure of this information exposes Meta to

13 the risk of competitive harm.

14   8.   Exhibit V (Meta_Kadrey_00093962) is a highly sensitive, confidential WhatsApp

15 exchange reflecting confidential internal evaluations of AI model performance and dataset

16 approvals. Public disclosure of this information exposes Meta to the risk of competitive harm.

17   9.   Exhibit Y (Meta_Kadrey_00065244) is a highly sensitive, confidential document

18 disclosing technical information regarding Meta's development of its generative AI models. Public

19 disclosure of this information exposes Meta to the risk of competitive harm.

20   10.   Exhibit Z (Meta_Kadrey_00046267) is a highly sensitive, confidential internal

21 planning documents, which summarizes Meta's various AI development workstreams and internal

22 notes from a wide variety of meetings during the development of Meta's Llama models, ranging

23 from technical issues to the company's business model. Public disclosure of this information

24 exposes Meta to the risk of competitive harm.

25   11.   Exhibit AA (Meta_Kadrey_00063329) is a highly sensitive confidential memo

26 prepared for Meta's Board of Directors summarizing the company's AI development and

27 investment strategy. Public disclosure of this information exposes Meta to the risk of competitive

28 harm.

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12.   Exhibit BB (Meta_Kadrey_00047103) is a highly sensitive confidential "Gen AI roadmap" which reflects forward-looking company strategy around AI development and strategy around which AI projects to invest company resources in. Public disclosure of this information exposes Meta to the risk of competitive harm.
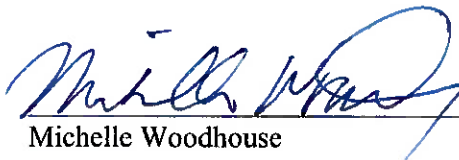
13.   Exhibit CC (Letter regarding Privilege Logs) is a communication from Plaintiffs regarding Meta's privilege logs that includes significant discussion of confidential descriptions of Meta's privilege logs and associated communications. Public disclosure of this information exposes Meta to the risk of competitive harm.

14.   The redacted portions of the letter brief describe highly confidential information contained within these sensitive, confidential exhibits, the public disclosure of which would expose Meta to the risk of competitive harm.

15.   Public disclosure of the information contained in the above-referenced exhibits exposes Meta to the risk of competitive and financial harm, by revealing Meta's non-public business strategies, financial information, and trade secret information pertaining to its generative AI offerings.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct

Executed in Menlo Park, California on this 31st day of October, 2024.

Michelle Woodhouse

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